

**IN THE UNITED STATES DISTRICT COURT  
FOR THE DISTRICT OF DELAWARE**

In re:	:	
STUDENT FINANCE CORPORATION,	:	
Debtor.	:	
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CHARLES A. STANZIALE, JR.,	:	Civil Action No. 04-1551(JJF)
CHAPTER 7 TRUSTEE OF STUDENT	:	
FINANCE CORPORATION,	:	
	:	
Plaintiff,	:	
v.	:	
	:	
PEPPER HAMILTON LLP, et al.,	:	
	:	
Defendants.	:	
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**ORDER**

Upon consideration of **The Pepper Defendants' Motion for Judgment On The Pleadings On Count IV (Professional Malpractice) of the Trustee's First Amended Complaint And Motion For Partial Judgment On The Pleadings On Count I (Breach Of Fiduciary Duty) Of The Trustee's First Amended Complaint** and any response thereto, it is hereby ORDERED that said motion is GRANTED and that:

1. Judgment is entered in favor of Pepper Hamilton LLP and W. Roderick Gagné on Count IV (Professional Malpractice) of the First Amended Complaint;
2. Partial Judgment is entered in favor of Pepper Hamilton LLP and W. Roderick Gagné on the Trustee's claim for deepening insolvency damages on Count I (Breach of Fiduciary Duty) of the Trustee's First Amended Complaint and, therefore, if the Trustee ultimately prevails on Count I, the damages that may be awarded in connection with that Count shall not exceed, but may be less than, the approximately \$3,200,000 in legal fees that Student Finance Corporation paid to Pepper Hamilton LLP; and

3. The Trustee is precluded from pursuing or recovering any damages arising from the alleged deepening of Student Finance Corporation's insolvency on any of his claims.

Dated: \_\_\_\_\_, 2006

\_\_\_\_\_  
The Honorable Joseph J. Farnan, Jr.  
United States District Judge